

**Memorandum of telephone conversation taking place October 31, 2011 between Charles Curtis (Curt) Grisham, Jr. and, initially, Laureen E. Seeger, Executive Vice President, General Counsel and Chief Compliance Officer, McKesson Corporation, and subsequently Carole S. Ungvarsky, Assistant General Counsel, McKesson Corporation**

Laureen Seeger (LS): (Answers) This is Laureen Seeger.

Charles Curtis (Curt) Grisham, Jr. (CG): This is Curt Grisham. I'm calling about the McKesson employees Jean Mescher and Frank Robinson regarding the Arkwood Superfund site in Arkansas. I wrote you some time ago asking for confirmation that Don Smith of Ft. Smith, Arkansas does in fact represent and speak for McKesson Corporation and its shareholders and can send letters to my dad and me making demands and threats in behalf of McKesson Corporation and its shareholders.

LS: I'm going to transfer you to the attorney here handling that matter, Carole Ungvarsky.

CG: You are also the Chief Compliance Officer at McKesson. I have called your office and written to you several times regarding the threatening and harassing letters my dad and I have received from Don Smith. I have never received a reply. Are you briefed on the situation at Arkwood?

LS: I am aware of it. I read everything that comes into my office and assign matters to attorneys and compliance officers here in this office. I'm going to transfer you to Carole Ungvarsky, who is working on that matter.

CG: And Carole Ungvarsky reports directly to you? You are responsible for Ms. Ungvarsky's actions, past, present and future?

LS: Ms. Ungvarsky has been with this office for a long time and is the attorney handling that matter. Let me transfer you.

CG: Does Ms. Ungvarsky report directly to you?

[Ms. Seeger does not answer or speak further; ensues a long pause.]

Carole Ungvarsky (CU): (Answers) OK.

CG: Hello?

CU: This is Carole Ungvarsky.

CG: This is Curt Grisham, how are you today?

CU: Fine.

CG: I wrote to Ms. Seeger some time ago, with copies to your CEO, Presiding Director, and Corporate Secretary, asking for confirmation that Don Smith of Ft. Smith, Arkansas is in fact authorized to represent and speak for McKesson Corporation and its shareholders and to send threatening and harassing letters to my dad and me in behalf of McKesson Corporation and its shareholders. I have had no answer.

CU: Don Smith does represent McKesson.

CG: I need that in writing on McKesson letterhead.

CU: Why are you making that demand?

CG: Demand? It's a simple request. If you want to look at demands, look at Don Smith's letters to my dad and me. They are demanding, threatening and harassing in my opinion. If I am going to comply with Smith's demand that I communicate with

McKesson only through him, then I need it confirmed on McKesson letterhead that Jean Mescher hired him with McKesson approval to speak for and make demands on behalf of McKesson Corporation.

CU: I hired him.

CG: You hired him? Then why are you copied on some of his demanding, threatening and harassing letters but not on others?

CU: That's none of your business.

CG: None of my business? OK, I'll make a record of that. None of my business: noted. When can I get written confirmation that you hired Smith to speak for and make demands on behalf of McKesson Corporation and its shareholders?

CU: When I get to it.

CG: When you get to it? That's unacceptable. I wrote to Ms. Seeger some time ago asking for that written confirmation. Did you see that letter I wrote?

CU: I may have.

CG: You were copied on it, as was the CEO, the Corporate Secretary and the Presiding Director. I sent it long enough ago to have gotten some response, but I have received none.

CU: I will put it on my to-do list and get to it when I can.

CG: When will you "get to it?" I tell you what: I'll continue to communicate freely with the officers of McKesson Corporation in any way I choose until I get that written confirmation on McKesson letterhead. How's that? Once you confirm to me in writing that you hired Smith to speak and act for McKesson Corporation, then I will comply with his demand that I communicate with McKesson only through him.

CU: I'll do it this week.

CG: Thank you.

END